

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P. C.

MARTIN TODTMAN
BARTON NACHAMIE
ALEX SPIZZ
PETER A. JOHNS*
ROBERT D. TOLZ
ARTHUR GOLDSTEIN
PERRY L. COHEN
IVAN SERCHUK
PAUL RICHARD KARAN
JOSEPH P. CERVINI, JR.
BRUCE LEDERMAN
JANICE B. GRUBIN

SPECIAL COUNSEL
WESLEY CHEN

COUNSEL
FELIPE MONTEJO
ROGER MARION
JILL MAKOWER

* ADMITTED IN PARIS ONLY
**ADMITTED IN ITALY ONLY

425 PARK AVENUE
NEW YORK, NEW YORK 10022

TELEPHONE: (212) 754-9400
FACSIMILE: (212) 754-6262
E-MAIL: info@tnsj-law.com

9, RUE DU FAUBOURG SAINT-HONORÉ
75008 PARIS, FRANCE

VIA CESARE CANTÙ, N. 1
20123, MILANO, ITALY

OF COUNSEL
HARVEY I. SLADKUS
CARLO MACCALLINI**
PASQUALE CRISPO
SETH D. BADER

Sender's email:
aspizz@tnsj-law.com

May 20, 2010

- Via By Hand -

The Honorable Arthur J. Gonzalez
Chief United States Bankruptcy Judge
United States Bankruptcy Court
Southern District of New York
One Bowling Green
New York, NY 10004

- Via Email -

Schuyler G. Carroll, Esq.
James M. Sullivan, Esq.
Arent Fox LLP
1675 Broadway
New York, NY 10019-5820

- Via Email -

Cheryl Moorman, CFO
Rock & Republic Enterprises, Inc.
3523 Eastham Drive
Culver City, CA 90232

- Via Email -

Richard Morrissey, Esq.
Office of the United States Trustee
33 Whitehall Street – 21st Floor
New York, NY 10004

Re: Rock & Republic Enterprises, Inc., et al.
Chapter 11 Case No. 10-11728 (RDD) (Jointly Administered)

Pursuant to an Order dated April 28, 2010 our firm was retained nunc pro tunc to April 1, 2010 to represent the Debtors-in-Possession in the above referenced Chapter 11 case. By Order dated April 29, 2010 (the "Compensation Order") the Bankruptcy Court has authorized payment of 80% of our monthly fees and 100% of our monthly expenses.

During the period from April 1, 2010 through April 30, 2010 our fees for services rendered as counsel to the Debtors-in-Possession were \$160,542.00. Prior to the filing we received from the Debtor an unapplied retainer of \$25,000. Our disbursements

256559 v1



LAWYERS ASSOCIATED
WORLDWIDE

MEMBER OF LAWYERS ASSOCIATED WORLDWIDE WITH LAW FIRMS IN OVER 106 JURISDICTIONS

Cheryl Moorman, CFO
Schuyler G. Carroll, Esq.
James M. Sullivan, Esq.
Richard Morrissey, Esq.
May 20, 2010
Page 2 of 2

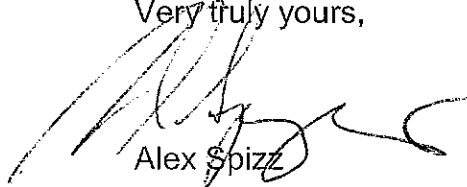
during this period were \$7,024.95. A detailed billing statement for the period is enclosed for your information and review. The billing statement sets forth the name of each attorney who rendered services and the applicable billing rate. The report also breaks down the services by category as required by the fee guidelines.

BY SUBMITTING THIS UNREDACTED BILLING STATEMENT, TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C. DOES NOT WAIVE THE ATTORNEY-CLIENT PRIVILEGE OR WORK PRODUCT PRIVILEGE, ALL OF WHICH ARE EXPRESSLY PRESERVED.

In accordance with Compensation Order unless we receive an objection to our monthly billing statement is received within thirty-five (35) days following the month of which compensation is sought, the Debtors shall remit to Todtman, Nachamie, Spizz & Johns, P.C. the sum of \$103,433.00 representing 80% of \$160,542.00 (less \$25,000 prepetition retainer) and \$7,024.95 representing 100% of the disbursements incurred during the applicable period, for a total payment of \$110,457.95.

If you have any questions with respect to this billing statement, please do not hesitate to contact the undersigned.

Very truly yours,



Alex Spizz

AS:sn
Enclosure

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

Page: 1
May 19, 2010
CLIENT NO: 11931M

ATTN: CHERYL MOORMAN, CFO

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

COVER STATEMENT

	Balance
11931-0000 RE: CASE ADMINISTRATION	\$98,549.45
11931-0001 RE: CASH COLLATERAL & FINANCING	\$742.50
11931-0002 RE: MEETING OF CREDITORS	\$3,960.00
11931-0004 RE: ASSET ANALYSIS & RECOVERY	\$247.50
11931-0005 RE: BUSINESS OPERATIONS	\$7,474.50
11931-0006 RE: CLAIMS ADMINISTRATION & OBJECTIONS	\$346.50
11931-0008 RE: FEE APPLICATIONS	\$346.50
11931-0009 RE: FEE/EMPLOYMENT OBJECTIONS	\$23,992.00
11931-0011 RE: RELIEF FROM STAY PROCEEDINGS	\$755.00
11931-0012 RE: LITIGATION	\$495.00
11931-0013 RE: LEASES/EXCUTORY CONTRACTS	\$5,658.00

\$142,566.95

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tbsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0000M
STATEMENT NO: 205413

RE: CASE ADMINISTRATION

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

		TIME
04/02/2010	AS VARIOUS TELEPHONE CONFERENCES WITH CLIENT AND DEBTORS FINANCIAL ADVISORS RE: FILING	4.00 2,080.00
	AG TELEPHONE CONFERENCES WITH ATTORNEYS AND CREDITORS RE: FILING	2.70 1,336.50
	AG PARTICIPATE IN CONFERENCE CALL WITH CLIENTS RE: DISCUSS FILING	0.50 247.50
	AG DRAFT PLEADINGS FOR LEASE REJECTIONS; DISCUSS NOTICE FOR INS. MOTION	3.00 1,485.00
	JLM DRAFT MOTION TO EXTEND TIME TO FILE SCHEDULES; REVIEW AND REVISE JOINT ADMINISTRATION MOTION; FINALIZE TNSJ RETENTION PAPERS; E-MAILS WITH MANDERSON RE: MANDERSON RETENTION PAPERS; REVIEW AND REVISE SAME; E-MAILS WITH MANDERSON RE: RFK'S COUNSEL; REVIEW E-MAILS BETWEEN AS AND RKF	2.50 1,012.50
	JLM COORDINATE FILING AND SERVICE OF FIRST DAY MOTIONS	1.50 607.50
	JLM CONTINUE TO DRAFT, REVIEW AND REVISE LIST OF DATES AND DEADLINES AND MOTIONS FOR CHAPTER 11 CASE	0.50 202.50
	JLM TELEPHONE CONFERENCE WITH R. MORRISSEY RE: HIS COMMENTS ON FIRST DAY MOTIONS (.5); E-MAILS TO A. GOLDSTEIN AND A. SPIZZ RE: FIRST DAY MOTIONS (.1)	0.60 243.00
04/04/2010	JLM REVIEW NOTES FROM TELEPHONE CALL WITH R. MORRISSEY RE: FIRST DAY MOTIONS; REVIEW ADMINISTRATIVE ORDER M-264; REVIEW FACTORING MOTION AND PROPOSED ORDER; NOTES TO FILE RE: SAME	1.20 486.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tusj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 2

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
04/05/2010	AS PREPARE FOR HEARING ON FIRST DAY MOTION AND REVIEW OBJECTION BY RKF AND CHANGES OF VENUE MOTION	3.00	1,560.00
	AS ATTEND HEARING IN BANKRUPTCY COURT ON FIRST DAY ORDER AND TRAVEL	4.00	2,080.00
	AS TELEPHONE CONFERENCE WITH CLIENT, CONTRACT VENDOR AND BANK OF AMERICA - EQUIPMENT LEASES	2.00	1,040.00
	AS REVIEW AND REVISE NDA WITH INVESTMENT ADVISOR	0.80	416.00
	AG PREPARE FOR AND ATTEND COURT HEARING RE: FIRST DAY MOTIONS INCLUDING FACTORY AGREEMENT; (INCLUDING TRAVEL TO AND FROM COURT)	7.50	3,712.50
	AG TELEPHONE CONFERENCE WITH INS. AGENT RE: FINANCE INS. POLICIES	0.30	148.50
	JLM CONFERENCE WITH A. GOLDSTEIN RE: R. MORRISSEY'S COMMENTS ON FIRST DAY MOTIONS AND ORDERS (.5); REVIEW FIRST DAY MOTIONS (1.0); CONFERENCE WITH A. GOLDSTEIN RE: DRAFTING MOTION TO REJECT DISTRIBUTION AGREEMENT (.2); REVIEW AGREEMENT AND BEGIN TO DRAFT MOTION (.7)	2.40	972.00
	JLM CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: MOTION TO CHANGE VENUE JUST FILED BY RKF AND OBJECTION TO FACTORING MOTION FILED BY RKF THIS MORNING; BRIEF REVIEW OF RKF'S PAPERS; RESEARCH RE: VENUE; CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME AND E-MAILS RE: SAME	1.50	607.50
	JLM PREPARE FOR HEARINGS THIS AFTERNOON; E-MAILS AND TELEPHONE CONFERENCE WITH MANDERSON RE: RETENTION PAPERS	0.60	243.00
	JLM ATTEND HEARINGS IN BANKRUPTCY COURT RE: FIRST DAY MOTIONS	3.20	1,296.00
	JLM REVIEW REVISED RETENTION PAPERS RECEIVED FROM MANDERSON; E-MAILS RE: SAME; E-MAIL APPLICATION TO G. LURIE	0.20	81.00
	JLM REVISE ATLAS AND MARVIN TRAUB RETENTION PAPERS AND E-MAIL SAME TO R. MORRISSEY	0.40	162.00
	JLM RESEARCH RE: LOCATION OF TRADEMARKS FOR VENUE PURPOSES	2.00	810.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 3
May 19, 2010
CLIENT NO: 11931-0000M
STATEMENT NO: 205413

		TIME	
04/06/2010	AS MEETING WITH INVESTMENT ADVISOR AND POTENTIAL FUNDER	2.00	1,040.00
	AG TELEPHONE CONFERENCES WITH ATTORNEYS RE: ORGANIZATIONAL MEETING SCHEDULED FOR 4/12	1.20	594.00
	AG TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: ORGANIZATIONAL MEETING	0.20	99.00
	AG FINALIZE UTILITY MOTION; ARRANGE FOR SERVICE	0.80	396.00
	JLM REVIEW FACTORING ORDER AND NOTES FROM HEARING	0.80	324.00
	JLM UPDATE LIST OF MOTIONS AND HEARING DATES	0.40	162.00
	JLM DRAFT SINGER AFFIDAVIT (IN SUPPORT OF MARVIN TRAUB RETENTION)	0.60	243.00
	JLM REVIEW AND REVISE MOTION TO REJECT LEASES; DRAFT NOTICE OF MOTION FOR LEASE REJECTION MOTION; COMPILE EXHIBITS FOR LEASE REJECTION MOTION; PREPARE SERVICE LIST FOR MOTION; E-MAILS TO CLIENTS RE: EXHIBITS; PREPARE LEASE MOTION AND EXHIBITS FOR SERVICE ND FILING	1.80	729.00
	JLM UPDATE CHART OF REAL ESTATE LEASES; CONFERENCE WITH A. GOLDSTEIN RE: CEE SPORTSWEAR LEASE AND E-MAILS WITH CM RE: CEE SPORTSWEAR LEASE	0.50	202.50
	JLM REVIEW FIRST DAY ORDERS ENTERED (.4); CONFERENCE WITH A. GOLDSTEIN RE: ERROR ON ORDER EXTENDING TIME TO FILE SCHEDULES AND TELEPHONE CONFERENCE WITH LAW CLERK RE: SAME (.2); PREPARE AMENDED ORDER AND E-MAIL SAME TO CHAMBERS (.2)	0.80	324.00
	JLM DRAFT AFFIDAVIT OF J. STEINBERG IN SUPPORT OF ATLAS RETENTION APPLICATION	0.60	243.00
	BN REVISE STEINBERG AFFIDAVIT; REVISE SINGER AFFIDAVIT	0.90	486.00
	BN CONFERENCE WITH A. GOLDSTEIN RE: DISTRIBUTORSHIP AGREEMENT AND MEETING THAT A. SPIZZ HAD THIS MORNING AND RE: UPCOMING TRIAL RE: BEVERLY HILLS CASE	0.30	162.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 4

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
04/07/2010	AS VARIOUS TELEPHONE CONFERENCES WITH CLIENT RE: SCHEDULE	1.80	936.00
	AG DRAFT INSURANCE FUNDING MOTION ET AL; RESEARCH; TELEPHONE CONFERENCE WITH INS. CO.	2.30	1,138.50
	JLM TELEPHONE CONFERENCE WITH J. QUINTON RE: TRADEMARK QUESTION (.2); ADDITIONAL RESEARCH RE: SITUS OF TRADEMARKS AND 28 U.S.C. SECTION 1391 (2.2); DRAFT OPPOSITION TO VENUE MOTION (1.0)	3.40	1,377.00
	JLM RESEARCH RE: SECTION 328 CASES; REVIEW SMART WORLD CASE; REVISE ATLAS RETENTION PAPERS AND MTA RETENTION PAPERS (2.8); E-MAILS WITH R. MORRISSEY RE: SAME AND REQUESTING HIS COMMENTS (.1)	2.90	1,174.50
	JLM REVISE LETTER TO JUDGE GONZALEZ RE: MOTIONS WE ARE SENDING TO CHAMBERS	0.20	81.00
	JLM COORDINATE SUBMISSIONS OF DOCUMENTS TO CHAMBERS	0.10	40.50
04/08/2010	AS DRAFT EMERGENCY MOTION TO REJECT DISTRIBUTION AGREEMENT	1.80	936.00
	AS TELEPHONE CONFERENCE WITH CLIENT AND INVESTMENT ADVISOR RE: POTENTIAL OFFERS	1.00	520.00
	AG TELEPHONE CONFERENCES WITH CLIENT RE: DIST. AGREEMENT (NEED TO TERMINATE) CIT SITUATION AND MISCELLANEOUS MATTERS	2.00	990.00
04/09/2010	AS VARIOUS TELEPHONE CONFERENCES VENDOR; MOTION TO REJECT; TELEPHONE CONFERENCE WITH CLIENT	6.00	3,120.00
	AG DRAFT DOCUMENTS - RESEARCH - DIST. AGREEMENT; VENU ET AL	2.00	990.00
	AG TELEPHONE CONFERENCE WITH G. SILBERT RE: DISCUSS OUTSTANDING ISSUES	0.80	396.00
	AG RESEARCH RE: LIEN ASSERTED BY SHIPPER; TELEPHONE CONFERENCE WITH ATTORNEY FOR SHIPPER	1.00	495.00
04/12/2010	AS MEETING WITH CRO IN PREPARATION FOR ORGANIZATION MEETING AND ATTEND ORGANIZATION MEETING AT U.S. TRUSTEE AND TRAVEL	8.00	4,160.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 5

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

	TIME	
JLM CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: MOTION TO REJECT DISTRIBUTION AGREEMENT (.2); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: FOLLOWING UP WITH CHAMBERS FOR EX PARTE ORDER RE: SAME (.1); TELEPHONE CONFERENCES WITH CHAMBERS RE: SAME AND E-MAILS WITH A. GOLDSTEIN AND A. SPIZZ RE: SAME (.2)	0.50	202.50
JLM E-MAIL TO U.S. TRUSTEE RE: M. TRAUB RETENTION	0.10	40.50
JLM DRAFT EX PARTE APPLICATION AND PROPOSED ORDER TO SHORTEN TIME NUNC PRO TUNC FOR UTILITY MOTION, INSURANCE MOTION AND LEASE REJECTION MOTION; CONFERENCE WITH A. GOLDSTEIN RE: SAME	2.00	810.00
JLM REVIEW AND REVISE ATLAS RETENTION PAPERS; E-MAILS WITH M. SINGER AND G. LURIE AND N. ENTHOVEN RE: REVISED RETENTION PAPERS	2.00	810.00
JLM DRAFT MOTION AND EX PARTE ORDER TO SHORTEN TIME WITH RESPECT TO DEBTORS' UTILITY MOTION, MOTION TO REJECT REAL PROPERTY LEASES AND INSURANCE MOTION	2.00	810.00
04/13/2010 AS TELEPHONE CONFERENCE WITH ATTORNEY FOR CIT RE: REJECTION MOTION	0.30	156.00
AG CORRESPONDENCE RE: MISCELLANEOUS MATTERS	1.20	594.00
AG TELEPHONE CONFERENCE WITH GRAEME RE: PREPARATION OF SCHEDULES; QUESTIONS AND REVIEW FIRST DAY ORDERS	1.20	594.00
AG REVIEW APPLICATION TO RETAIN VARIOUS PROFESSIONALS	1.30	643.50
JLM E-MAIL TO AMY HAFKIN AT MARVIN TRAUB RE: RETENTION; TELEPHONE CONFERENCE WITH AMY HAFKIN AT MARVIN TRAUB; REVIEW SIGNED M. TRAUB ASSOCIATES PAPERS AND ARRANGE TO FILE SAME; E-MAILS RE: RETENTION PAPERS	0.60	243.00
JLM PROOFREAD, REVIEW AND REVISE EX PARTE APPLICATION TO SHORTEN TIME AND ORDER RE: SAME	0.60	243.00
JLM REVIEW SIGNED RETENTION AFFIDAVIT BY JULIAN AND E-MAILS TO N. ENTHOVEN RE: SAME (.2); TELEPHONE CONFERENCES WITH N. ENTHOVEN RE: SAME (.2); REVISE JULIAN'S AFFIDAVIT AND E-MAIL BLACKLINE TO N. ENTHOVEN AND REVISE ATLAS RETENTION PAPERS (2.8)	3.20	1,296.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 6

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
	JLM REVIEW COMMITTEE APPOINTMENT AND CONFERENCE WITH A. GOLDSTEIN RE: SAME	0.10	40.50
	JLM CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION	1.00	405.00
	JLM REVIEW AND REVISE AND FINALIZE MANDERSON RETENTION NOTICE, MANDERSON RETENTION APPLICATION AND ATLAS RETENTION NOTICE	1.00	405.00
04/14/2010	AS VARIOUS TELEPHONE CONFERENCES WITH ATTORNEY FOR CIT, CC AND CLIENT RE: MOTION ON FOR 4/21/2010	2.50	1,300.00
	AG REVIEW RECLAMATION DEMAND	0.40	198.00
	AG RESEARCH RE: LIENS	1.30	643.50
	JLM RESEARCH FOR OPPOSITION TO VENUE INCLUDING RESEARCH ON 28 U.S.C. SECTION 1391 CASES; E-MAILS TO A. SPIZZ AND A. GOLDSTEIN AND G. LURIE RE: INFORMATION ON DEBTORS' CONTRACTS WITH RETAILERS; CONFERENCE WITH A. SPIZZ RE: SAME; CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION; REVIEW PURCHASE ORDERS	8.50	3,442.50
	JLM E-MAIL TO A. SPIZZ RE: OBJECTION DEADLINES	0.10	40.50
	JLM REVIEW E-MAIL FROM CBS OUTDOOR; E-MAIL TO A. GOLDSTEIN RE: SAME	0.10	40.50
04/15/2010	AS REVIEW DRAFTS ON OPPOSITION TO VENUE MOTION	1.50	780.00
	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR RKF RE: ADJ. OF MOTION	0.40	208.00
	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR CC - VARIOUS ISSUES	0.80	416.00
	AS ATTEND CONFERENCE CALL WITH DEBTOR AND RKF RE: DISTRIBUTION AGREEMENT	1.00	520.00
	AS REVIEW NDA PROPOSED BY CC	0.80	416.00
	AG REVIEW DOCUMENTS RE: SCHEDULES	0.60	297.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@ttsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 7

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
JLM	CONTINUE TO DRAFT/REVIEW AND REVISE VENUE OPPOSITION; DRAFT AFFIDAVIT OF G. LURIE IN OPPOSITION TO VENUE MOTION; REVIEW TRADEMARK DOCUMENTS AND DOCUMENTS RE: RECEIVABLES AND FACTORING TO USE IN CONNECTION WITH OPPOSITION TO VENUE MOTION; E-MAIL QUESTIONS TO C. MOORSMAN AND G. LURIE FOR ADDITIONAL INFORMATION ON WHERE SALES ARE MADE AND WHERE CUSTOMERS ARE LOCATED, ETC.; TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND D. KOZLOWSKI RE: VENUE ARGUMENTS; CONTINUE TO REVISE OPPOSITION; PROVIDE DRAFT TO A. SPIZZ AND A. GOLDSTEIN OF FIRST HALF OF OPPOSITION TO VENUE MOTION	9.50	3,847.50
JLM	TELEPHONE CONFERENCE WITH LAW CLERK N. LU E EX PARTE ORDER; E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: STATUS OF SAME	0.20	81.00
JLM	REVIEW SIGNED EX PARTE ORDER AND COORDINATE SERVICE OF RELATED MOTION PAPERS	0.20	81.00
JLM	E-MAIL TO C. MOORMAN RE: INFORMATION ON RETAILERS	0.10	40.50
04/16/2010 AS	E-MAIL WITH ATTORNEY FOR CC - VARIOUS MOTION AND NDA	0.40	208.00
AS	TELEPHONE CONFERENCE WITH G. LURIE - CRO - DISTRIBUTION AGREEMENT	0.40	208.00
AS	TELEPHONE CONFERENCE WITH SPECIAL COUNSEL - MANDELSON - CASH COLLATERAL - NDA	0.30	156.00
AS	REVISE CC - NDA	0.60	312.00
AS	REVISE DRAFT RESPONSE TO VENUE MOTION	1.00	520.00
AG	RESEARCH RE: POSSESORY LIENS AND CAUFFER GROUP; TELEPHONE CONFERENCE WITH GRAEME RE: SAME	1.40	693.00
AG	TELEPHONE CONFERENCE WITH CLIENTS RE: OUTSTANDING ISSUES	0.50	247.50
AG	REVIEW DRAFT VENUE RESPONSE	1.30	643.50
JLM	E-MAIL TO A. GOLDSTEIN AND A. SPIZZ RE: ARGUMENT FOR VENUE OPPOSITION AND RE: CHARGEBACKS	0.10	40.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@ttsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 8

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
JLM	CONFERENCE WITH A. SPIZZ RE: ADJOURNMENT OF VARIOUS HEARINGS AND CALLING COURT AND PREPARING NOTICE OF ADJOURNMENT (.1); TELEPHONE CONFERENCE WITH COURT RE: ADJOURNING CERTAIN 4/21 HEARINGS; DRAFT NOTICE OF ADJOURNMENT (.3); CONFERENCE WITH A. GOLDSTEIN RE: SAME AND REVISE SAME (.2); COORDINATE FILING AND SERVICE OF NOTICE (.1); E-MAILS TO CLIENTS AND D. KOZLOWIKI AT FOX RE: VARIOUS ADJOURNMENTS (.2)	0.90	364.50
JLM	E-MAIL TO LEVINE RE: CBS OUTDOORS AND E-MAILS TO A. GOLDSTEIN RE: SAME	0.10	40.50
JLM	CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION; E-MAILS WITH L.M. AND G. LURIE RE: INFORMATION NEEDED FOR SAME	4.50	1,822.50
JLM	E-MAIL TO ARENT FOX RE: PROFESSIONALS	0.10	40.50
JLM	CONFERENCE WITH A. SPIZZ RE: VENUE ARGUMENTS (.1); CONFERENCE WITH A. GOLDSTEIN RE: VENUE ARGUMENTS (.1); CONFERENCE WITH A. SPIZZ RE: ARTICLE ON RECENT HOTEL 71 CASE; QUICK REVIEW OF ARTICLE AND OBTAIN COPY OF CASE (.2)	0.40	162.00
JLM	RESEARCH FOR VENUE OPPOSITION	1.00	405.00
JLM	REVIEW E-MAILS FROM C. MOORMAN AND E-MAILS TO C. MOORMAN RE: SAME	0.10	40.50
04/18/2010 JLM	REVIEW HOTEL 71 CASE RE: ATTACHMENT OF INTANGIBLES	0.50	202.50
04/19/2010 AS	TELEPHONE CONFERENCE WITH CC - VARIOUS ISSUES AND COURT HEARING	0.50	260.00
AS	TELEPHONE CONFERENCE WITH CLIENT RE: LITIGATION, DISTRIBUTION AGREEMENT	0.80	416.00
AS	E-MAIL WITH SPECIAL COUNSEL RE: LITIGATION MATTERS PENDING	0.50	260.00
AS	TELEPHONE CONFERENCE WITH ATTORNEY FOR CIT - ADJOURN MOTION FOR FINAL HEARING	0.30	156.00
AS	TELEPHONE CONFERENCE WITH LITIGATION COUNSEL REQUESTING R & R IN PRE PETITION LITIGATION	0.60	312.00
AG	DISCUSSION WITH GRAEMA SILBERT RE: OUTSTANDING ISSUES - LITIGATION SUMMARY; RECLAMATION DEMANDS, ETC.	0.80	396.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 9

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
AG	CONFERENCE WITH A. SPIZZ RE: COMMITTEE REQUESTS	0.40	198.00
AG	TELEPHONE CONFERENCE WITH CLIENT RE: SCHEDULES AND OTHER RELATED MATTERS	0.50	247.50
JLM	CONTINUE TO DRAFT OBJECTION TO VENUE MOTION AND ADDITIONAL RESEARCH RE: SAME (5.9); E-MAILS WITH C. MOORMAN RE: INFORMATION NEEDED FOR OPPOSITION (.1)	6.00	2,430.00
JLM	CONFERENCE WITH A. SPIZZ RE: ACCOUNTANT ISSUES; RESEARCH RE: SAME AND 327(e) RETENTION FOR AUDIT ONLY; E-MAIL TO A. SPIZZ RE: SAME	0.40	162.00
JLM	TELEPHONE CONFERENCE WITH R. MORRISSEY RE: COMMENTS ON TNSJ RETENTION AND MANDERSON RETENTION AND RE: SPEAKING TOMORROW RE: TRAUB RETENTION AND ATLAS RETENTION	0.20	81.00
04/20/2010 AS	TELEPHONE CONFERENCE AND E-MAIL WITH CC COUNSEL RE: VARIOUS LEORIE REJECTION MOTIONS	0.50	260.00
AS	TELEPHONE CONFERENCE WITH CRO - RE: LEASE WOODBURY COMMON, NY - AGREEMENT WITH LL	0.60	312.00
AS	CONFERENCE WITH J. MAKOWER RE: VENUE MOTION MOTION	0.50	260.00
AG	TELEPHONE CONFERENCE WITH SIMON PROP RE: WOODBURY COMMON; RESEARCH; DISCUSSION WITH CLIENT; NEGOTIATE PASS. OF PREMISES AND BUILD OUT	1.20	594.00
AG	TELEPHONE CONFERENCE WITH ATTORNEY RE: NY LITIGATION GREENE ST. AND SPRING REALTY; REVIEW FILE	0.50	247.50
AG	REVIEW TRAUB APPLICATION; TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: SAME; DISCUSSION WITH CLIENT	2.90	1,435.50
AG	TELEPHONE CONFERENCE WITH U.S. TRUSTEE OFFICE RE: ADDITIONAL COMMENTS TO TRAUB AND ATLAS RETENTION; REVIEW DOCUMENTS	2.00	990.00
AG	TELEPHONE CONFERENCE WITH ATTORNEY FOR PROSPECTIVE PURCHASER	0.30	148.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lneyman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 10

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

	TIME	
JLM REVIEW E-MAILS RE: CUSTOMER INFORMATION FROM C. MOORMAN; FORWARD SAME TO A. SPIZZ AND A. GOLDSTEIN; E-MAIL TO G. SILBERT RE: INFORMATION WE STILL NEED FOR VENUE OPPOSITION; E-MAIL TO J. LOVETT RE: HEARINGS TOMORROW; TELEPHONE CONFERENCE WITH G. SILBERT RE: SAME; E-MAIL TO C. MOORMAN RE: SAME	1.50	607.50
JLM CONFERENCE WITH A. GOLDSTEIN RE: CALL FROM ATTORNEY FOR SIMON PROPERTIES RE: WOODBURY COMMONS LEASE AND RE: DOING RESEARCH E SECTION 365(b) (4); RESEARCH RE: SAME	0.60	243.00
JLM TELEPHONE CONFERENCE WITH A. SPIZZ, A. GOLDSTEIN AND G. LURIE RE: COMMITTEE'S PROPOSED RETENTION OF FTI, ETC.	0.30	121.50
JLM ADD NEW INFORMATION FROM C. MOORMAN INTO VENUE OPPOSITION AND REVIEW AND REVISE VENUE OPPOSITION (1.8); TELEPHONE CONFERENCE WITH G. SILBERT RE: SALES FIGURES (.2); E-MAILS WITH G. SILBERT AND C. MOORMAN RE: SAME (.1); CONFERENCE WITH A. SPIZZ RE: SAME (.2); TELEPHONE CONFERENCE WITH C. MOORMAN RE: SALES FIGURES (.2); CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME AND RE: CALLING COMMITTEE COUNSEL (.1); REVIEW E-MAILS FROM C. MOORMAN RE: CUSTOMERS (.1); E-MAIL WITH DAVE KOZLOWSKI AT ARENT FOX RE: VENUE OPPOSITION (.1)	2.80	1,134.00
JLM CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: TRAUB AND (.2); TELEPHONE CONFERENCE WITH M. MARTIN RE: COMMENTS OF L. RIFKIN AND T. DAVIS RE: TNSJ RETENTION AND MANDERSON RETENTION (.4); TELEPHONE CONFERENCE WITH R. MORRISSEY, M. MARTIN AND A. GOLDSTEIN RE: COMMENTS OF L. RIFKIN AND T. DAVIS RE: TRAUB RETENTION AND ATLAS RETENTION (.5); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: RETENTION PAPERS AND INFORMATION TO OBTAIN (.1); REVIEW N NOTES FROM CONFERENCE CALLS WITH U.S. TRUSTEE TODAY (.5); E-MAIL TO C. MANDERSON RE: DRAFTING SUPPLEMENTAL AFFIDAVIT AND REVISED ORDER (.3)	2.00	810.00
04/21/2010 AS TELEPHONE CONFERENCE WITH DEBTOR -CRO RE: DISTRIBUTION AGREEMENT	0.80	416.00
AS TELEPHONE CONFERENCE WITH SULLIVAN RE: NDA	0.30	156.00
AS REVIEW NEW DRAFT OF NDA AND MAKE COMMENTS TO SAME	0.60	312.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 11

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
AG	PREPARE FOR AND ATTEND HEARINGS RE: UTILITIES; LEASE REJECTION AND INS. FINANCING; REVISE PROPOSED ORDERS	3.40	1,683.00
AG	PREPARE FOR AND ATTEND MEETING AT CREDITORS COMMITTEE COUNSEL'S OFFICE RE: CASE ISSUES	2.70	1,336.50
AG	PARTICIPATE IN TELEPHONE CONFERENCE WITH ATLAS (STEINBERG)	0.40	198.00
AG	REVIEW PROPOSAL FROM 3rd PARTY	0.30	148.50
JLM	E-MAILS WITH TRAUB, ATLAS AND MANDERSN RE: RETENTION ISSUES RAISED BY U.S. TRUSTEE; CONFERENCES WITH A. SPIZZ RE: LIGHTSHIP AND E-MAILS RE: SAME; RESEARCH RE: SECTION 504 ISSUE; CONFERENCES WITH A. SPIZZ RE: SECTION 504 ISSUES; RESEARCH RE: SECTION 328; CONFERENCES WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME; E-MAILS AND TELEPHONE CONFERENCE WITH A. HAFKIN AT TRAUB RE: ADDITIONAL INFORMATION NEEDED; E-MAILS AND TELEPHONE CONFERENCE WITH N. ENTHOVEN RE: MORE DISCLOSURE REQUIRED BY U.S. TRUSTEE; E-MAIL FEE GUIDELINES TO ENTHOVEN AND HAFKIN; E-MAILS WITH C. MANDERSON RE: RETENTION AND SUPPLEMENTAL AFFIDAVIT NEEDED; E-MAILS WITH R. MORRISSEY RE: SECTION 330 REVIEW IN CHRYSLER CASE; REVIEW AND REVISE RETENTION APPLICATIONS, AFFIDAVITS AND PROPOSED ORDERS FOR ATLAS, TRAUB, MANDERSON AND TNSJ; E-MAILS WITH R. MORRISSEY AND M. MARTIN RE: SAME	8.80	3,564.00
04/22/2010 AS	3 TELEPHONE CONFERENCES WITH CRO - AGREEMENT ON DISTRIBUTION CONTRACT	1.00	520.00
AG	REVIEW CONFIDENTIALITY AGREEMENT WITH COMM.	0.40	198.00
AG	REVIEW ENGAGEMENT APPLICATIONS FOR ATLAS AND TRAUB	1.40	693.00
AG	TELEPHONE CONFERENCES WITH CLIENT RE: MISCELLANEOUS BUSINESS MATTERS	0.70	346.50
JLM	PREPARATION OF RETENTION PAPERS	10.20	4,131.00
04/23/2010 AG	REVISE NEW PACIFIC STIPULATION	1.20	594.00
AG	REVIEW AND REVISE CONFIDENTIALITY AGREEMENT; E-MAILS TO CLIENT	0.70	346.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tmsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 12

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
	JLM CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: ADJOURNING CERTAIN 4/21 HEARINGS (.1); TELEPHONE CONFERENCES (2) WITH LAW CLERK RE: ADJOURNING OF THE 6 HEARINGS SCHEDULED FOR 4/21 (.2); DRAFT NOTICE OF ADJOURNMENT (.3); E-MAILS WITH ARENT FOX AND U.S. TRUSTEE RE: ADJOURNMENTS (.1)	0.70	283.50
	JLM E-MAIL TO U.S. TRUSTEE RE: REVISED ATLAS ORDER; E-MAILS WITH SULLIVAN AT ARENT FOX RE: ATLAS PAPERS	0.30	121.50
	AS REVIEW LATEST DRAFT OF CONFIDENTIALITY WITH CC	0.40	208.00
04/25/2010	JLM RESEARCH RE: RETENTION OF SPECIAL CORPORATE COUNSEL UNDER SECTION 327(e); E-MAILS TO A. SPIZZ RE: SAME	0.50	202.50
04/26/2010	AG TELEPHONE CONFERENCE WITH SILBERT RE: SCHEDULES TO BE COMPLETED	0.30	148.50
	JLM E-MAIL TO A. SPIZZ RE: SULLIVAN'S COMMENTS RE: ATLAS ENGAGEMENT AGREEMENT; E-MAILS WITH A. SPIZZ RE: MANDERSON RETENTION ISSUES; CONFERENCE WITH A. SPIZZ RE: SAME; E-MAILS WITH JULIAN STEINBERG RE: AMENDED AFFIDAVIT; REVISE MANDERSON PAPERS; E-MAILS WITH U.S. TRUSTEE RE: SAME; CONFERENCE CALL WITH U.S. TRUSTEE RE: RETENTION PAPERS; TELEPHONE CONFERENCE WITH RENERT RE: ATLAS ENGAGEMENT; TELEPHONE CONFERENCE WITH R. MORRISSEY; CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME; REVISE RETENTION PAPERS; REVIEW E-MAIL FROM ARENT FOX RE: OBJECTIONS TO ENGAGEMENT AGREEMENT AND QUESTIONS RE: SAME	11.50	4,657.50
	JLM E-MAILS AND MEMO TO A. SPIZZ SUMMARIZING CASES IN WHICH CORPORATE COUNSEL WAS RETAINER (FOR MANDERSON RETENTION HEARING)	0.70	283.50
04/27/2010	AG TELEPHONE CONFERENCE WITH G. SILBERT RE: SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS	0.60	297.00
	AG REVIEW CIT PROPOSED FINAL ORDER	1.10	544.50
	AG REVIEW APPLICATIONS FOR RETENTION OF PROFESSIONALS; TELEPHONE CONFERENCES WITH VARIOUS PARTIES; FUTHER REVISIONS	1.40	693.00
	AG PREPARE FOR THURSDAY HEARINGS	0.50	247.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 13

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

		TIME	
AS	PREPARE FOR COURT HEARING SCHEDULED FOR 4/28/10	1.00	520.00
JLM	NUMEROUS CONFERENCES AND TELEPHONE CONFERENCES AND E-MAILS RE: RETENTION ISSUES; REVISE RETENTION ORDERS; TELEPHONE CONFERENCES WITH R. MORRISSEY; TELEPHONE CONFERENCES WITH C. MANDERSON; E-MAIL TO JUDGE RE: BLACKLINED AND CLEAN PROPOSED ORDERS FOR ALL RETENTION APPLICATIONS; CONFERENCES RE: AMENDING ATLAS ENGAGEMENT AGREEMENT; E-MAILS WITH C. MANDERSON; E-MAIL ATLAS AMENDED ENGAGEMENT LETTER TO JUDGE; REVIEW U.S. TRUSTEE'S OBJECTIONS TO MANDERSON RETENTION	10.50	4,252.50
04/28/2010 AG	TELEPHONE CONFERENCES WITH CLIENTS RE: INFORMATION NEEDED FOR SCHEDULES; REVIEW INFORMATION REVISED	2.10	1,039.50
AG	REVIEW COMMENTS TO CONFIDENTIALITY AGREEMENT	0.30	148.50
04/29/2010 AG	REVIEW INFORMATION FOR PREPARATION OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS	2.90	1,435.50
AG	TELEPHONE CONFERENCES WITH LAUFER RE: SHIPPER; TELEPHONE CONFERENCE WITH CLIENT RE: SAME	0.90	445.50
AG	TELEPHONE CONFERENCES WITH CLIENT AND BDO RE: INSURANCE CLAIMS REPORT	0.90	445.50
JLM	CONFERENCE WITH A. GOLDSTEIN RE: ISSUES RE: MOSS ADAMS; E-MAILS TO A. GOLDSTEIN RE: SAME	0.20	81.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 14

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

	TIME	
04/30/2010 JLM CONFERENCES WITH A. GOLDSTEIN RE: STATUS OF DISTRIBUTION AGREEMENT AND ATLAS AGREEMENT (.2); TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND R. MORRISSEY RE: MANDERSON REVISED RETENTION ORDER (.2); TELEPHONE CONFERENCE WITH LAW CLERK RE: SUBMITTING REVISED MANDERSON RETENTION ORDER AND E-MAIL SAME TO CHAMBERS RE: SAME (.3); TELEPHONE CONFERENCE WITH C. MANDERSON RE: RETENTION AND RE: MOSS ADAMS (ACCOUNTANT) AND AUDIT AND POSSIBLE ASSIGNMENT OF ROBERTSON LEASE (.3); CONFERENCE WITH A. GOLDSTEIN RE: SAME (.1); CONFERENCE WITH A. GOLDSTEIN RE: WOODBURY COMMON LEASE AND PREPARING STIPULATION RE: ADDITIONAL SECURITY FOR LANDLORD AND REVIEW E-MAIL BETWEEN A. GOLDSTEIN AND LANDLORD RE: SAME (.3); DRAFT STIPULATION (.5); DRAFT PROPOSED ORDER FOR APPROVAL OF AMENDED DISTRIBUTION AGREEMENT (.4); ATTEND CONFERENCE CALL WITH A. GOLDSTEIN, FTI, G. LURIE, J. SULLIVAN RE: AMENDED DISTRIBUTION AGREEMENT AND RETENTION OF FTI (1.0); TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND G. LURIE RE: FTI (.2); REVIEW SCHEDULES OF R&R AND TR AND CONFERENCE WITH A. GOLDSTEIN RE: SAME;REVISE SAME (.8); DRAFT MOTION FOR APPROVAL OF AMENDED DISTRIBUTION AGREEMENT (.5)	4.80	1,944.00
AG TELEPHONE CONFERENCE WITH CLIENT RE: DISTRIBUTION AGREEMENT; TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS RE: SAME	1.70	841.50
AG NUMEROUS TELEPHONE CONFERENCES WITH G. SILBERT; MICHAEL BALL RE: PREPARATIONS OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS	1.80	891.00
AG PREPARATION OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS	2.90	1,435.50
AG TELEPHONE CONFERENCES WITH RKF ATTORNEY (JEFF KAPOR) RE: DISTRIBUTION AGREEMENT; REVISIONS	0.80	396.00
AG REVIEW AND REVISE STIPULATION RE: WOODBURY COMMONS LEASE	0.60	297.00
TOTAL LEGAL SERVICES THIS MATTER	256.30	116,524.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: CASE ADMINISTRATION

Page: 15

May 19, 2010

CLIENT NO: 11931-0000M

STATEMENT NO: 205413

DISBURSEMENTS

PHOTOCOPYING (@.20 PER PAGE)	1,821.80
GROUND TRANSPORTATION	400.74
POSTAGE	666.63
COURT FEES	2,078.00
MEAL(S)	209.21
OUTSIDE PHOTOCOPY	350.74
FEDERAL EXPRESS	310.61
CONTINENTAL CORPORATE SERVICES, INC.	984.50
LEXIS NEXIS - RESEARCH CHARGES	<u>202.72</u>
 TOTAL DISBURSEMENTS THROUGH 04/30/2010	 7,024.95
 TOTAL CURRENT WORK	 123,549.45

PAYMENTS

Total Payments for 03/10/2010	-25,000.00
 TOTAL THIS MATTER	 <u>\$98,549.45</u>
 TOTAL DUE THIS MATTER	 <u>\$98,549.45</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@ttsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400
FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
SILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0001M
STATEMENT NO: 205414

CASH COLLATERAL & FINANCING

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/05/2010 AG REVIEW AND REVISE INTERM FACTORING ORDER; E-MAIL TO RESPECTIVE PARTIES; FINALIZE AND E-MAIL TO COURT	<u>1.50</u>	<u>742.50</u>
TOTAL LEGAL SERVICES THIS MATTER	1.50	742.50
TOTAL CURRENT WORK		742.50
TOTAL THIS MATTER		<u>\$742.50</u>
TOTAL DUE THIS MATTER		<u>\$742.50</u>

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
SILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0002M
STATEMENT NO: 205415

RE: MEETING OF CREDITORS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/12/2010 AG		CONFERENCE WITH CLIENT RE: SCHEDULED ORGANIZATIONAL MEETING WITH CREDITORS FOR AFTERNOON; REVIEW FILES AND ATTEND MEETING WITH A. SPIZZ AND G. LURIE; TRAVEL TO AND FROM COURT
	8.00	<u>3,960.00</u>
TOTAL LEGAL SERVICES THIS MATTER	8.00	3,960.00
TOTAL CURRENT WORK		3,960.00
TOTAL THIS MATTER		<u>\$3,960.00</u>
TOTAL DUE THIS MATTER		<u>\$3,960.00</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.
425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400
FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

Page: 1
May 19, 2010
CLIENT NO: 11931-0004M
STATEMENT NO: 205416

ATTN: CHERYL MOORMAN, CFO

RE: ASSET ANALYSIS & RECOVERY

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/28/2010 AG TELEPHONE CONFERENCES WITH G. SILBERT RE: CARRIER LIEN ON RETAINED CARGO; TELEPHONE CONFERENCE WITH ATTORNEY FOR RE: SAME	0.50	<u>247.50</u>
TOTAL LEGAL SERVICES THIS MATTER	0.50	247.50
TOTAL CURRENT WORK		247.50
TOTAL THIS MATTER		<u>\$247.50</u>
TOTAL DUE THIS MATTER		<u>\$247.50</u>

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

Page: 1

May 19, 2010

ROCK & REPUBLIC ENTERPRISES, INC.

3523 EASTHAM DRIVE

SILVER CITY CA 90232

CLIENT NO: 11931-0005M

STATEMENT NO: 205417

ATTN: CHERYL MOORMAN, CFO

RE: BUSINESS OPERATIONS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

		TIME	
04/07/2010	AG TELEPHONE CONFERENCE WITH CRO RE: OPERATIONS; REVIEW DOCUMENTS	1.90	940.50
	AG TELEPHONE CONFERENCE WITH CONTROLLER AND CRO RE: MISCELLANEOUS MATTERS	0.60	297.00
	AG TELEPHONE CONFERENCE WITH CHERYL RE: INSURANCE; TELEPHONE CONFERENCE WITH FUNDING CO. - CONFIRM INS. NOT BY CANCELLED PENDING MOTION	0.50	247.50
04/12/2010	AG E-MAIL CORRESPONDENCE WITH COUNSEL RE: COMM. FORMATION	0.50	247.50
04/14/2010	AG REVIEW MOTIONS RETURNABLE 4/28	1.00	495.00
04/15/2010	AG TELEPHONE CONFERENCE WITH CLIENT, RICH KORAL AND ATTORNEYS	1.40	693.00
04/26/2010	AG CONFERENCE WITH G. LURIE RE: BUSINESS OPERATIONS	1.80	891.00
	AG REVIEW DRAFT AMENDED DISTRIBUTION AGREEMENT WITH G. LURIE; DISCUSS	1.90	940.50
	AG TELEPHONE CONFERENCE WITH CLIENT, ATTORNEYS FOR KOROL RE: DISTRIBUTION AGREEMENT	0.80	396.00
04/27/2010	AG REVIEW DISTRIBUTION AGREEMENT; STANDARD TERMS	1.20	594.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: BUSINESS OPERATIONS

Page: 2
May 19, 2010
CLIENT NO: 11931-0005M
STATEMENT NO: 205417

	TIME	
AG 2 TELEPHONE CONFERENCES WITH PRINCIPALS AND ATTORNEYS RE: AMENDED DISTRIBUTION AGREEMENT; DISCUSSION WITH CLIENT; REVIEW DOCUMENTS	2.10	1,039.50
04/29/2010 AG REVIEW REVISED DISTRIBUTION AGREEMENT; DISCUSSION WITH G. LURIE; FURTHER REVISIONS	<u>1.40</u>	<u>693.00</u>
TOTAL LEGAL SERVICES THIS MATTER	15.10	7,474.50
TOTAL CURRENT WORK		7,474.50
TOTAL THIS MATTER		<u>\$7,474.50</u>
TOTAL DUE THIS MATTER		<u>\$7,474.50</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

Page: 1

May 19, 2010

ROCK & REPUBLIC ENTERPRISES, INC.

3523 EASTHAM DRIVE

SILVER CITY CA 90232

CLIENT NO: 11931-0006M

STATEMENT NO: 205418

ATTN: CHERYL MOORMAN, CFO

RE: CLAIMS ADMINISTRATION & OBJECTIONS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/07/2010 AG REVIEW CLIAIS REGISTER	0.70	<u>346.50</u>
TOTAL LEGAL SERVICES THIS MATTER	0.70	346.50
TOTAL CURRENT WORK		346.50
TOTAL THIS MATTER		<u>\$346.50</u>
TOTAL DUE THIS MATTER		<u>\$346.50</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0008M
STATEMENT NO: 205419

RE: FEE APPLICATIONS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/13/2010 AG REVIEW AND REVISE APPLICATION FOR MONTHLY COMPENSATION	0.70	<u>346.50</u>
TOTAL LEGAL SERVICES THIS MATTER	0.70	346.50
TOTAL CURRENT WORK		346.50
TOTAL THIS MATTER		<u>\$346.50</u>
TOTAL DUE THIS MATTER		<u>\$346.50</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@msj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
SILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0009M
STATEMENT NO: 205420

RE: FEE/EMPLOYMENT OBJECTIONS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

		TIME
04/08/2010 JLM	REVISE CHART OF DATES, DEADLINES AND MOTIONS (.4); TELEPHONE CONFERENCE WITH CHAMBERS TO OBTAIN HEARING DATE FOR INSURANCE MOTION (.2); CONTINUE TO DRAFT TRAUB AFFIDAVIT AND CONTINUE TO DRAFT J. STEINBERG AFFIDAVIT; TELEPHONE CONFERENCES WITH M. MARTIN AT U.S. TRUSTEE'S OFFICE RE: HER COMMENTS ON ATLAS RETENTION AND INDEMNIFICATION ISSUES, ETC. (.4); E-MAILS WITH M. MARTIN RE: SAME; REVIEW INDEMNIFICATION LANGUAGE PROVIDED BY M. MARTIN (.2); TELEPHONE CONFERENCE WITH N. ENTHOVEN RE: ATLAS AND E-MAIL TO N. ENTHOVEN (.3); REVIEW PETITIONS AND CONFERENCE WITH A. SPIZZ RE: SAME (.2); MEMO TO A. SPIZZ RE: ASSETS (.2); E-MAILS WITH A. GOLDSTEIN AND A. SPIZZ RE: M. TRAUB ASSOCIATES RETENTION AND AMENDING PETITION (.2); REVIEW ADMINISTRATIVE BAR ORDER M389 AND E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME (.3); CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION (1.4)	3.80 1,539.00
04/09/2010 JLM	CONFERENCE WITH A. SPIZZ (1.5); TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: OBJECTION TO ATLAS AND TRAUB RETENTIONS (2.0); REVIEW AND REVISE M. TRAUB RETNETION PAPERS IN ACCORDANCE WITH U.S. TRUSTEE'S COMMENTS; (2.0); WORK ON APPLICATION TO RETAIN SPECIAL COUNSEL (1.5)	7.00 2,835.00
04/12/2010 JLM	CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: ORGANIZATIONAL MEETING TODAY AND APPOINTMENT OF COMMITTEE AND COMMITTEE COUNSEL (.2); REVISE RETENTION APPLICATIONS AND PROPOSED ORDERS FOR MARVIN TRAUB ASSOCIATES AND ATLAS ADVISORS (.9)	1.10 445.50

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: FEE/EMPLOYMENT OBJECTIONS

Page: 2

May 19, 2010

CLIENT NO: 11931-0009M

STATEMENT NO: 205420

		TIME	
04/13/2010	AS REVIEW APPLICATION FROM INVESTMENT ADVISOR AND SPECIAL CORP. COUNSEL	0.80	416.00
04/20/2010	AS TELEPHONE CONFERENCE WITH U.S. TRUSTEE RE: RETENTION APPLICATION FOR MTA & AA	1.00	520.00
JLM	E-MAIL TO A. GOLDSTEIN RE: CONFERENCE CALL THIS MORNING WITH U.S. TRUSTEE (.1); TELEPHONE CONFERENCE WITH R. MORRISSEY, M. MARTIN AND A. GOLDSTEIN RE: RETENTION ISSUES CONCERNING ATLAS ADVISORS AND M. TRAUB (1.5); CONFERENCE WITH A. GOLDSTEIN RE: LIGHTSHIP ISSUES (.2); REVIEW ORDER IN YOUNG BROADCASTING PROVIDED BY R. MARION AND REVIEW D. ADAMS ARTICLE RE: SECTION 328 AND CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SECTION 330 ISSUE (.3)	2.10	850.50
JLM	REVIEW 11/09 ADMINISTRATIVE ORDER RE: FEES AND E-MAIL SAME TO C. MANDERSON (.2); TELEPHONE CONFERENCE WITH C. MANDERSON RE: SAME AND RE: U.S. TRUSTEE'S COMMENTS YESTERDAY ON MANDERSON RETENTION AND RE: AUDIT BY ACCOUNTANT AND E-MAIL TO C. MANDERSON RE: SAME AND E-MAIL TO A. SPIZZ RE: ACCOUNT AND AUDIT (.3)	0.50	202.50
JLM	CONFERENCE WITH A. SPIZZ RE: TRAUB RETENTION	0.10	40.50
JLM	REVIEW AND REVISE TRAUB RETENTION ORDER IN ACCORDANCE WITH U.S. TRUSTEE COMMENTS	1.00	405.00
04/21/2010	AS VARIOUS TELEPHONE CONFERENCES WITH U.S. TRUSTEE - ATLAS ADVISORS, MARVIN TAUB - OBJECTION TO PROFESSIONAL APPLICATIONS	2.00	1,040.00
AS	MEETING WITH COUNSEL FOR CC AND FTI	2.70	1,404.00
04/22/2010	AS REVISE RETENTION AGREEMENT FOR ATLAS AND MTA	2.50	1,300.00
04/23/2010	AS TELEPHONE CONFERENCE WITH U.S. TRUSTEE AND REVIEW TO PROFESSIONAL FEE APPLICATION AND RETENTION	3.00	1,560.00
AS	TELEPHONE CONFERENCE WITH MTA - AMENDMENT TO RETENTION AGREEMENTS	0.80	416.00
AG	TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: RETENTION OF PROFESSIONALS; REVIEW DOCUMENTS	2.00	990.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: FEE/EMPLOYMENT OBJECTIONS

Page: 3

May 19, 2010

CLIENT NO: 11931-0009M

STATEMENT NO: 205420

		TIME	
	JLM E-MAILS TO M. MARTIN RE: AVAILABILITY FOR CONFERENCE CALL RE: RETENTION PAPERS TODAY AT 2:30 P.M. AND CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME (.1); REVISE RETENTION PAPERS AND E-MAIL REVISED DRAFTS TO U.S. TRUSTEE (3.8); CONFERENCE CALL WITH T. DAVIS, L. RIFKIN, R. MORRISSEY, M. MARTIN, A. SPIZZ AND A. GOLDSTEIN RE: RETENTION ISSUES RE: RETENTION APPLICATIONS OF TNSJ, MANDERSON, ATLAS AND TRAUB (1.2); CONFERENCE WITH A. SPIZZ RE: REQUESTED REVISIONS TO ATLAS (.2); REVISE ATLAS PROPOSED ORDER (.2); E-MAIL WITH JULIAN STEINBERG AND N. ENTHOVEN RE: SAME (.1); CONFERENCE WITH A. SPIZZ RE: SAME (.1); REVISE ORDER AGAIN AND E-MAILS WITH J. STEINBERG AND N. ENTHOVEN RE: SAME (.3); REVISE AFFIDAVIT OF J. STEINBERG (.4); E-MAILS RE: SAME (.1)	6.80	2,754.00
04/26/2010	AS VARIOUS TELEPHONE WITH COMMITTEE COUNSEL AND U.S. TRUSTEE AND ADVISOR RE: RETENTION ORDER	2.00	1,040.00
	AS REVIEW OBJECTION FILED BY CC TO ATLAS ADVISORS AND MARIM TRANSFER AND E-MAIL WITH CC COUNSEL	1.00	520.00
	AG REVIEW AND REVISE NUMEROUS DRAFT - RETENTION OF PROFESSIONALS	1.00	495.00
04/27/2010	AS E-MAIL AND TELEPHONE CONFERENCE ATTORNEY FOR CC AND U.S. TRUSTEE RE: RETENTION ATLAS ADVISORS, MANDELSON FIRM	2.00	1,040.00
	AS REVISIONS TO ATLAS AGREEMENT	1.00	520.00
04/28/2010	AS ATTEND COURT HEARING ON RETENTION APPLICATION AND TRAVEL	1.50	780.00
	AS REVIEW MANDELSON ORDER PER CONVERSATION WITH U.S. TRUSTEE	0.50	260.00
	AG PREPARE FOR AND ATTEND COURT HEARINGS RE: RETENTION OF PROFESSIONALS AND MONTHLY COMPENSATION ORDER	3.70	1,831.50
	AG REVISE ENGAGEMENT LETTER (ATLAS) AND PROPOSED ORDER; COMMENTS FROM COMM. COUNSEL; TELEPHONE CONFERENCE WITH ATLAS' EXECUTIVE ENG. LETTER	1.10	544.50

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: FEE/EMPLOYMENT OBJECTIONS

Page: 4

May 19, 2010

CLIENT NO: 11931-0009M

STATEMENT NO: 205420

	TIME	
JLM E-MAIL TO A. GOLDSTEIN AND C. MANDERSON RE: HEARING THIS MORNING (.1); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: HEARINGS TODAY (.3); CONFERENCE WITH A. GOLDSTEIN RE: REVISING ENGAGEMENT LETTER AND E-MAIL TO A. GOLDSTEIN RE: SAME (.1); REVIEW E-MAIL TO R. MORRISSEY RE: EMPLOYMENT OF G. SILBERT AND A. MINTZ AND CONFERENCE WITH A. SPIZZ RE: SAME (.1)	0.60	243.00
TOTAL LEGAL SERVICES THIS MATTER	51.60	23,992.00
TOTAL CURRENT WORK		23,992.00
TOTAL THIS MATTER		<u>\$23,992.00</u>
TOTAL DUE THIS MATTER		<u>\$23,992.00</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0011M
STATEMENT NO: 205421

RE: RELIEF FROM STAY PROCEEDINGS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

		TIME	
04/22/2010 AS	REVIEW LIFT STAY STIPULATION RE: NEW PACIFIC LITIGATION	0.50	260.00
AG	REVIEW AND REVISE STIPULATION MODIFYING AUTO STAY RE: BEVERLY HILLS LOCATION; E-MAILS CO-COUNSEL	<u>1.00</u>	<u>495.00</u>
	TOTAL LEGAL SERVICES THIS MATTER	1.50	755.00
	TOTAL CURRENT WORK		755.00
	TOTAL THIS MATTER		<u>\$755.00</u>
	TOTAL DUE THIS MATTER		<u>\$755.00</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

ATTN: CHERYL MOORMAN, CFO

Page: 1
May 19, 2010
CLIENT NO: 11931-0012M
STATEMENT NO: 205422

RE: LITIGATION

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

	TIME	
04/06/2010 AG TELEPHONE CONFERENCE WITH DERRICK COLEMAN RE: NEW PACIFIC LITIGATION; REVIEW FILE	<u>1.00</u>	<u>495.00</u>
TOTAL LEGAL SERVICES THIS MATTER	1.00	495.00
TOTAL CURRENT WORK		495.00
TOTAL THIS MATTER		<u>\$495.00</u>
TOTAL DUE THIS MATTER		<u>\$495.00</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@insj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

425 PARK AVENUE
NEW YORK, N.Y. 10022

TELEPHONE (212) 754-9400

FACSIMILE (212) 754-6262

Page: 1

May 19, 2010

ROCK & REPUBLIC ENTERPRISES, INC.
3523 EASTHAM DRIVE
CILVER CITY CA 90232

CLIENT NO: 11931-0013M
STATEMENT NO: 205423

ATTN: CHERYL MOORMAN, CFO

RE: LEASES/EXCUTORY CONTRACTS

FOR PROFESSIONAL SERVICES RENDERED

Thru 04/30/2010

LEGAL SERVICES

		TIME	
04/07/2010	AG REVIEW LEASE AGREEMENT AND GUARANTEE BY R & R	0.40	198.00
04/13/2010	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR KORALL RE: REJECTION MOTION	0.30	156.00
04/16/2010	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR KORAL - ADJ. OF REJECTION MOTION AND OTHER ISSUES	0.40	208.00
04/20/2010	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR NEW PACIFIC RE: LIFT STAY MOTION	0.40	208.00
	AS REVIEW DRAFT OF NEW PACIFIC LIFT STAY STIPULATION	0.50	260.00
	AS TELEPHONE CONFERENCE WITH LOCAL COUNSEL HANDLING THE NEW PACIFIC LITIGATION RE: LIFT STAY	0.40	208.00
04/23/2010	AS VARIOUS TELEPHONE CONFERENCE AND E-MAIL WITH CLIENT AND COUNSEL FOR KAROL RE: ADJ. OF VENUE AND REJECTION MOTION	1.00	520.00
04/26/2010	AS MEETING WITH CRO - RE: - AMENDMENT TO DISTRIBUTION AGREEMENT AND REVIEW REVISED DISTRIBUTION AGREEMENT SENT BY KORALI ATTORNEY	2.50	1,300.00
	AS TELEPHONE CONFERENCE WITH ATTORNEY FOR FOR DISTRIBUTION RE: REVISED DISTRIBUTION AGREEMENT	0.50	260.00

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.

ROCK & REPUBLIC ENTERPRISES, INC.

RE: LEASES/EXCUTORY CONTRACTS

Page: 2
May 19, 2010
CLIENT NO: 11931-0013M
STATEMENT NO: 205423

		TIME	
AS	PARTICIPATION ON TELEPHONE CONFERENCE WITH DISTRIBUTION AND PROFESSIONAL AND DEBTOR AND PROFESSIONAL	1.00	520.00
AS	FURTHER COMMENTS TO DISTRIBUTION AGREEMENT	1.00	520.00
04/27/2010 AS	2 TELEPHONE CONFERENCES WITH ATTORNEY FOR KORAL RE: EXTENSION OF AGREEMENT	2.00	1,040.00
AS	TELEPHONE CONFERENCE WITH DEBTOR RE: AMEND DISTRIBUTION AGREEMENT	<u>0.50</u>	<u>260.00</u>
	TOTAL LEGAL SERVICES THIS MATTER	10.90	5,658.00
	TOTAL CURRENT WORK		5,658.00
	TOTAL THIS MATTER		<u>\$5,658.00</u>
	TOTAL DUE THIS MATTER		<u>\$5,658.00</u>

PLEASE NOTE THAT WE NOW ACCEPT CREDIT CARD PAYMENTS
IF YOU WOULD LIKE TO PAY BY MASTERCARD, VISA OR AMERICAN EXPRESS, PLEASE CONTACT
LAURIE NEWMAN AT EXTENSION 309 or lnewman@tnsj-law.com